

**MINUTES FOR THE  
SPECIAL MEETING OF THE  
OVERSIGHT BOARD FOR  
SUCCESSOR AGENCY TO THE ARTESIA REDEVELOPMENT AGENCY**

**Location:  
ARTESIA CITY COUNCIL CHAMBERS  
Wednesday, May 2, 2012  
10:00AM**

**ROLL CALL:**

**Present: Board Members: William Holt, Maria Dadian, Kathrin Wardle,  
Ali Delawalla, Toan Nguyen and George Ray**

**Absent: Board Member Becky Lingad**

**CALL TO ORDER:**

**Rhonda Rangel, Oversight Board Administrative Staff, called the meeting to order  
at 10:05 a.m.**

**OATH OF OFFICE:**

**Gloria Considine, Secretary to the Successor Agency, administered Oath of  
Office to the Board.**

**ADMINISTRATIVE MATTERS:**

- 1. Self-Introductions of Newly Appointed Oversight Board Members and Staff:  
(12-2096)**

**Board Members: Maria Dadian, William Holt, Kathrin Wardle, Ali Delawalla,  
Toan Nguyen and George Ray provided brief introductions and the following staff  
members were also introduced:**

- Gloria Considine, Secretary to the Successor Agency**
- Teresa Ho-Urano, Assistant General Counsel to the Successor Agency**

- **Rhonda Rangel, Los Angeles County Board of Supervisors, Executive Office**

2. Election of Chair and Vice Chair for the Oversight Board: (12-2097)

**Nominations were opened from the floor for Chair. Board Member William Holt was unanimously elected as Chair of the Oversight Board.**

**Nominations were opened from the floor for Vice Chair. Board Member Maria Dadian was unanimously elected as Vice Chair of the Oversight Board.**

3. Request Staff to Give a Brief Overview of Duties and Procedures of the Artesia Oversight Board:

**Justine Menzel, Assistant Executive Director of the Successor Agency, provided the Board with a brief overview of ABx 1 26, the Brown Act, and the Responsibilities an Oversight Board Members.**

4. Resolution Designating Contact for the Department of Finance (12-2100):

**Vice Chair Dadian requested that she be designated as Person of Contact to Department of Finance (DOF). With no objections from the Board, Vice Chair Dadian was appointed as Designated Contact to the Department of Finance.**

5. Approval of Oversight Board Rules and Procedures:

**On motion of Board Member Ray, seconded by Board Member Delawalla, the Board unanimously approved the *Procedural Rules for Oversight Boards Based on Robert's Rules of Order (Abridged) and in Compliance with the Brown Act and ABX1 26.***

**Attachment: [Supporting Document](#)**

6. Establishment of dates, times and location of the regular meetings of the Oversight Board:

**On motion of Board Member Ray, seconded by Board Member Nguyen, the Board unanimously approved to establish regular meetings of the Artesia Oversight Board on the first Wednesday of each September and first Wednesday of each March, at 10:00 a.m. in Artesia City Council Chamber with the option to schedule a Special Meetings as needed.**

7. Review, Adopt, and Approve Resolution #OB 12-01 of the Recognized Obligation Payment Schedule for the January 1, 2012 – June 30, 2012 (ROPS1/Exhibit A) and for the Period July 1, 2012 – December 31, 2012 (ROPS2/Exhibit B):

**Justine Menzel, Assistant Executive Director of the Successor Agency, provided a staff report and answered questions posed by the Board. Teresa Ho-Urano, Assistant General Counsel to the Successor Agency, was also available to answer questions.**

**Board Member Delawalla requested Ms. Menzel to provide more information on cash flow, tax increments, and the bonds for Line Item 26: Project Name: Contract, Payee: Traffic Safety Engineers and Line Item 27 on Project Name: Contract, Payee: A.C. E. Civil Engineers on ROPS1/Exhibit A.**

**Board Member Nguyen requested a copy of the audit provided by the Payee: C & L CPA's on Line Item 9 and 10 on ROPS1/Exhibit A.**

**Justine Menzel, clarified that although agreements between Successor Agency and the City are currently not recognized as Enforceable Obligations, they are listed on ROPS1/Exhibit A and ROPS2/Exhibit B for visibility. However, there may be future legislation recognizing these items as enforceable obligations.**

**Board Member Dadian provided a background on the history of the interaction and agreements between the former RDA and the Chamber of Commerce. She also stated that the contract referred to on ROPS1/Exhibit A, Line Item 6, Project Name: Administration, Payee: Chamber of Commerce, was initiated prior to June 2012.**

**Board Member Delawalla, request ROPS2/Exhibit B, Line Item 13, Project Name: Contract, Payee: Griffith Co., be corrected to reflect the correct total due.**

**On motion of Board Member Nguyen, Seconded by Board Member Ray, the Board approved the ROPS1/Exhibit A and ROPS2/Exhibit B with the following amendments:**

- **On ROPS2/Exhibit B, correct Line Item #13, Project Name: Contract, Payee; Griffith Co. to reflect the corrected amount of \$733,615 in the *Total Due During Fiscal Year 2012-2013* column and add that three**

**payments in the amount of \$244,538.33 will be made during July 2012-December 2012.**

- 8. Request the Successor Agency to Provide Documentation of all Encumbered and Unencumbered Low and Moderate Housing Funds:**

**The Board requested the Successor Agency to provide documentation of encumbered and unencumbered Low and Moderate Housing Funds to be presented at the next meeting.**

- 9. Direct the Successor Agency to Report on the Sufficiency of Cash Flow:**

**The Board requested the Successor Agency to report on the sufficiency of cash flow at the next meeting.**

- 10. Approving Administrative Budget - Resolution No. OB 12-02:**

**The Board discussed the Administrative Budget presented by Justine Menzel, Assistant Executive Director of the Successor Agency.**

**The Board discussed whether the cost for the Oversight Board to retain independent counsel, if any, should be included in the Successor Agency's administrative cost allowance.**

**Teresa Ho-Urano, Assistant General Counsel to the Successor Agency, reminded the Board members that AB X1 26 is silent on the subject of independent counsel to the Oversight Board and does not provide that the Successor Agency must include expenses relating to any independent counsel to the Oversight Board as a part of the Successor Agency's administrative cost allowance.**

**The Board noted that AB X1 26 expressly states that Oversight Board members have personal immunity from suit for their actions taken within the scope of their responsibilities as Oversight Board members. Nonetheless, the Board expressed concerns about the cost of defending any lawsuit, even if the Board members will prevail on the merits based on the immunity provided by AB X1 26 and wondered if insurance may be purchased for the Oversight Board members that will provide for the defense in the event of such lawsuits.**

**Teresa Ho-Urano, Assistant General Counsel to the Successor Agency, told the Board that some of the other successor agencies have received favorable responses from their insurance in response to preliminary inquiries regarding the addition of Oversight Board members to be a part of**

the Successor Agency's error and omissions coverage. The Board instructed Staff to look into errors and omissions and general liability insurance and report back to Board at the next meeting.

On motion of Board Member Nguyen, seconded by Board Member Wardle, the Board unanimously approved the Administrative Budget for Exhibit A. January 1, 2012 - June 30, 2012 and Exhibit B, July 1, 2012-December 31, 2012 with the following amendments:

- On Exhibit A, add a line item for Insurance and/or Legal Services for the Oversight Board in the amount of \$5,000.
- On Exhibit B, add a line item for Insurance and/or Legal Services for the Oversight Board in the amount of \$6,101.

**AYES:** Chair Holt, Vice Chair Dadian, and Board Members Wardle, Nguyen, Ray, and Delawalla

**ABSENT:** Board Member Lingad

#### DISCUSSION ITEMS:

11. Discuss and Provide Direction to Successor Agency Staff Regarding Possibility of Oversight Board Legal Counsel:

**The item was continued to the next meeting.**

12. Matters not on the Posted Agenda (to be Presented and Placed on the Agenda of a Future Meeting):

**Chairperson William Holt requested a presentation from the Successor Agency on the Past Thru payments and amounts calculated and disbursed by the County. Justine Menzel, Assistant Executive Director of the Successor Agency, stated that the Pass Thru payments were prepared by the Successor Agency and were listed under Other Obligations. She also stated that they were calculated, approved and submitted to DOF prior to April 15, 2012.**

**Gloria Considine, Secretary of the Successor Agency, requested that Board Members complete and return their 700 Forms to her by May 30, 2012.**

ADJOURNMENT:

**The meeting was adjourned at 12:36 p.m. The next Artesia Oversight Board meeting is scheduled for Wednesday, September 5, 2012 at 10:00 a.m. in Artesia City Council Chambers.**